

FILED
AUG 19 2011
BANKRUPTCY COURT
OAKLAND, CALIFORNIA

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UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF CALIFORNIA

In re
A.G. FERRARI FOODS,
Debtor.

Case No. 11-43327 EDJ

Chapter 11

**ORDER AUTHORIZING POST-
PETITION FINANCING,
GRANTING SECURITY
INTERESTS AND
SUPERPRIORITY CLAIMS, AND
PROVIDING ADEQUATE
PROTECTION PURSUANT TO 11
U.S.C. §§ 105, 361 & 364(c)**

Date: August 19, 2011

Time: 11:30 a.m.

Ctrm: 201

U.S. Bankruptcy Court
1300 Clay Street
Oakland, California

The debtor's Motion for Order Authorizing Post-Petition Financing, Granting Security Interests and Superpriority Claims, and Providing Adequate Protection Pursuant to 11 U.S.C. §§ 105, 361 & 364(c) (the "Motion") came on for final hearing on August 19, 2011 at 11:30 a.m. Eric A. Nyberg of Kornfield, Nyberg, Bendes & Kuhner, P.C. appeared on behalf of the debtor and other appearances were as noted on the record of the hearing. Any objections to the relief

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sought in the Motion were either withdrawn or are hereby overruled.

IT IS HEREBY ORDERED AND ADJUDGED THAT:

1. The Motion is granted on the terms and conditions set forth the Agreement Post-Petition Financing Pending Sale of Assets, a copy of which is attached as Exhibit A to the Motion.

2. The indebtedness and the lien of Renovo Capital, LLC ("Renovo") are subordinate to the indebtedness and lien of Bridge Bank (the "Senior Indebtedness") as to assets already encumbered in favor of Bridge Bank, Renovo shall not receive any payment until the Senior Indebtedness is paid in full, and to the extent Renovo receives any payment or distribution from the debtor prior to payment of in full of the Senior Indebtedness, such payment or distribution shall be promptly delivered to Bridge Bank until payment in full of the Senior Indebtedness.

3. This Order shall constitute findings of fact and conclusions of law and shall take effect and be fully enforceable immediately upon the Court's execution hereof.

Dated: 8-19-11


U.S. BANKRUPTCY COURT JUDGE

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